

Registre de Commerce et des Sociétés

Numéro RCS : B132839

Référence de dépôt : L160174257

Déposé et enregistré le 14/09/2016

RCSL Nr. : B132839

Matricule : 2007 2453 051

ABRIDGED BALANCE SHEET

Financial year from ⁰¹ 01/01/2015 to ⁰² 31/12/2015 (in ⁰³ USD)

RECKITT BENCKISER INVESTMENTS (N° 5), S.à r.l.

1, Rue de la Poudrerie

L-3364 Leudelange

ASSETS

	Reference(s)	Current year	Previous year
A. Subscribed capital unpaid	1101 _____	101 _____	102 _____
I. Subscribed capital not called	1103 _____	103 _____	104 _____
II. Subscribed capital called but unpaid	1105 _____	105 _____	106 _____
B. Formation expenses	1107 _____	107 _____	108 _____
C. Fixed assets	1109 _____	109 <u>11.482.842.641,00</u>	110 <u>10.926.891.588,00</u>
I. Intangible fixed assets	1111 _____	111 _____	112 _____
II. Tangible fixed assets	1125 _____	125 _____	126 _____
III. Financial fixed assets	1135 _____	135 <u>11.482.842.641,00</u>	136 <u>10.926.891.588,00</u>
D. Current assets	1151 _____	151 <u>855.568.522,00</u>	152 <u>855.682.614,00</u>
I. Inventories	1153 _____	153 _____	154 _____
II. Debtors	1163 _____	163 <u>855.505.576,00</u>	164 <u>855.614.775,00</u>
a) becoming due and payable within one year	1203 _____	203 <u>280.150.576,00</u>	204 <u>7.118.731,00</u>
b) becoming due and payable after more than one year	1205 _____	205 <u>575.355.000,00</u>	206 <u>848.496.044,00</u>
III. Transferable securities and other financial instruments	1189 _____	189 _____	190 _____
IV. Cash at bank, cash in postal cheque accounts, cheques and cash in hand	1197 _____	197 <u>62.946,00</u>	198 <u>67.839,00</u>
E. Prepayments	1199 _____	199 _____	200 _____
TOTAL (ASSETS)		201 <u>12.338.411.163,00</u>	202 <u>11.782.574.202,00</u>

The notes in the annex form an integral part of the annual accounts

RCSL Nr. : B132839

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LIABILITIES

	Reference(s)	Current year	Previous year
A. Capital and reserves			
	1301 _____	301 <u>11.482.718.334,00</u>	302 <u>10.926.895.779,00</u>
I. Subscribed capital	1303 _____	303 <u>8.384.500.000,00</u>	304 <u>8.384.500.000,00</u>
II. Share premium and similar premiums	1305 _____	305 <u>43.234.925,00</u>	306 <u>43.234.925,00</u>
III. Revaluation reserves	1307 _____	307 _____	308 _____
IV. Reserves	1309 _____	309 <u>125.408.882,00</u>	310 <u>107.651.432,00</u>
V. Profit or loss brought forward	1319 _____	319 <u>2.373.751.972,00</u>	320 <u>2.036.360.426,00</u>
VI. Profit or loss for the financial year	1321 _____	321 <u>555.822.555,00</u>	322 <u>355.148.996,00</u>
VII. Interim dividends	1323 _____	323 _____	324 _____
VIII. Capital investment subsidies	1325 _____	325 _____	326 _____
IX. Temporarily not taxable capital gains	1327 _____	327 _____	328 _____
B. Subordinated debts	1329 _____	329 _____	330 _____
a) becoming due and payable within one year	1425 _____	425 _____	426 _____
b) becoming due and payable after more than one year	1427 _____	427 _____	428 _____
C. Provisions	1331 _____	331 <u>3.727,00</u>	332 <u>3.727,00</u>
D. Non subordinated debts	1339 _____	339 <u>855.689.102,00</u>	340 <u>855.674.696,00</u>
a) becoming due and payable within one year	1407 _____	407 <u>74.658,00</u>	408 <u>60.252,00</u>
b) becoming due and payable after more than one year	1409 _____	409 <u>855.614.444,00</u>	410 <u>855.614.444,00</u>
E. Deferred income	1403 _____	403 _____	404 _____
TOTAL (LIABILITIES)		405 <u>12.338.411.163,00</u>	406 <u>11.782.574.202,00</u>

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RECKITT BENCKISER INVESTMENTS (No.5) S.à R.L.**Address: 1 rue de la Poudrerie****L - 3364 Leudelange****R.C. Luxembourg B-132.839****Notes to the Balance Sheet as at December 31st, 2015**

The accompanying notes are an integral part of these annual accounts

Note 1. GENERAL INFORMATION

Reckitt Benckiser Investments (No.5) S.à R.L. was incorporated in the form of a private limited liability company on October 9th, 2007 for an unlimited period and is registered with the Luxembourg Register of Commerce and Companies under n° B-137.839. The registered office of the Company is established in Leudelange, Luxembourg.

The financial year of the Company runs from January 1st up to December 31st of each year.

The Company may carry out all transactions pertaining directly or indirectly to the acquiring of participating interests in any enterprises in whatever form, as well as all transactions pertaining directly and indirectly to the administration, management, control and development of these participating interests.

In particular, the Company may use its funds for the establishment, management, development and disposal of a portfolio consisting of any securities and patents of whatever origin, and participate in the creation, development and control of any enterprise, the acquisition by way of investment subscription, underwriting or option of securities and patents, to realise them by way of sale transfer, exchange or otherwise develop such securities and patents, grant to companies in which the Company has a participating interest or to third parties any support, loans, advances or guarantees.

The Company may furthermore carry out any commercial, industrial or financial operations, any transactions in respect of real estate or moveable property, which the Company may deem useful to the accomplishment of its purpose.

The Company does not keep consolidated accounts through application of the article 314 of the commercial law of August 10th, 1915, modified by the law of July 11th, 1988. The Company is part of Reckitt Benckiser Group plc group which address is 103-105 Bath Road, Slough, Berkshire, SL1 3UH, UK.

Note 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The annual accounts have been prepared in accordance with the Luxembourg legal and regulatory requirements under the historical cost convention and the generally accepted accounting practices.

Note 2.1 FINANCIAL FIXED ASSETS

Shares in affiliated undertakings and participating interests held as fixed assets are valued at historical cost including the expenses incidental thereto.

In the case of durable depreciation in value according to the opinion of the Board of Managers, value adjustments are made in respect of fixed assets, so that they are valued at the lower figure to be attributed to them at the balance sheet date. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

Note 2.2 FOREIGN CURRENCY TRANSLATION

Long-term assets expressed in currencies other than USD are translated into USD at the exchange rate effective at the time of the transaction. At the balance sheet date, these items remains translated at historical exchange rate.

Cash at bank is translated at the exchange rate effective at the balance sheet date. Exchange losses and gains are recorded in the profit and loss account of the year.

All other assets expressed in a currency other than USD are converted individually at the lower of the historical value or the value determined on the basis of the exchange rate applicable as at the year-end.

All liabilities expressed in a currency other than USD, are valued individually at the higher of the historical value or the value determined on the basis of the exchange rate applicable as at the year-end.

Income and expenses expressed in currencies other than USD are converted at the exchange rate applicable at the date of the transactions or at the average rate of the previous month.

Consequently, only realised exchange gains and all exchange losses are taken into account in the profit and loss account. The realised exchange gains are recorded in the profit and loss account at the moment of their realisation.

RECKITT BENCKISER INVESTMENTS (No.5) S.à R.L.
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Notes to the Balance Sheet as at December 31st, 2015 - Continued
The accompanying notes are an integral part of these annual accounts

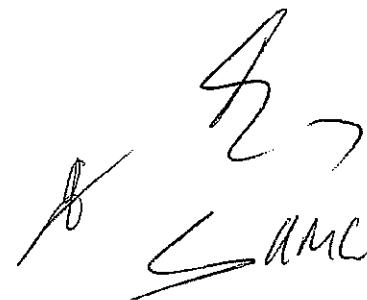
Note 3. FINANCIAL FIXED ASSETS

During the financial year, the movements on participations were as follows:

	Shares 2015 USD	Shares 2014 USD
<i>Participations in affiliated companies</i>		
Reckitt Benckiser Investments (No.6) Sàrl (Luxembourg)	5 416 904 060	5 416 904 060
Reckitt Benckiser USA General Partnership (United States)	1 832 880 648	1 832 880 648
RB Reigate (Ireland)	990 893 000	1 397 547 000
Reckitt Benckiser Luxembourg (No.3) Limited (United Kingdom)	3 383 988 302	2 622 191 770
<i>Gross book value at beginning of the year</i>	11 624 666 010	11 269 523 478
<i>Additions during the year</i>		
Reckitt Benckiser Luxembourg (No.3) Limited (United Kingdom)	55 533 996	761 796 532
The French's Food Company LLC	-	270 245 482
The French's Food Company Sarl	-	420 188 190
<i>Disposals during the year</i>		
RB Reigate (Ireland)	-	(406 654 000)
The French's Food Company LLC	-	(270 245 482)
The French's Food Company Sarl	-	(420 188 190)
<i>Gross book value at the end of the year</i>	11 680 200 006	11 624 666 010
<i>Accumulated value adjustment at the beginning of the year</i>		
Reckitt Benckiser USA General Partnership (United States)	(618 520 696)	(618 520 696)
Reckitt Benckiser Investments (No.6) Sàrl (Luxembourg)	(79 253 726)	(79 253 726)
<i>Allocations for the year</i>	-	-
<i>Reversals for the year</i>		
Reckitt Benckiser Investments (No.6) Sàrl (Luxembourg)	79 253 726	-
Reckitt Benckiser USA General Partnership (United States)	421 163 331	-
<i>Transfers for the year</i>	-	-
<i>Accumulated value adjustment at the end of the year</i>	(197 357 365)	(697 774 422)
<i>Participations held at end of the year:</i>		
Reckitt Benckiser Investments (No.6) Sàrl (Luxembourg)	5 416 904 060	5 337 650 334
Reckitt Benckiser USA General Partnership (United States)	1 635 523 283	1 214 359 952
RB Reigate (Ireland)	990 893 000	990 893 000
Reckitt Benckiser Luxembourg (No.3) Limited (United Kingdom)	3 439 522 298	3 383 988 302
	11 482 842 641	10 926 891 588

Participations in which the Company holds at least 20% in their share capital are as follows:

Name and registered office	Net equity	Last balance sheet date	%	Result of the year
Reckitt Benckiser Investments (No.6) Sàrl (Luxembourg)	6 580 457 901 USD	Dec 31st, 2015	100,00%	765 904 177 USD
Reckitt Benckiser USA General Partnership (US)	3 454 454 301 USD	Dec 31st, 2015	38,36%	114 098 993 USD
Reckitt Benckiser Luxembourg (No.3) Limited (UK)	2,128,219,000 GBP	Dec 31st, 2015	100,00%	9,386,000 GBP
RB Reigate (Ireland) (Ireland)	413,104,578 GBP	Dec 31st, 2015	24,19%	(9,621) GBP

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Notes to the Balance Sheet as at December 31st, 2015 - Continued

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RB Reigate (Ireland)

As at December 31st, 2015, an amount of USD 855,614,444 remains outstanding in respect of the 990,893 A ordinary shares held by the Company. The remaining amount may be requested to be paid by the directors of RB Reigate (Ireland) on the earliest of the following events: at any time before and not later than the 20th anniversary of the allotment and issue of the shares or the date of a resolution of all the shareholders of RB Reigate (Ireland), approving

Note 4. SUBSCRIBED CAPITAL

The subscribed capital amounts to USD 8,384,500,000 and is divided into 83,845,000 shares fully paid with a nominal value of USD 100.

On December 31, 2015, the share capital of the Company was amended to amalgamate the class A shares and class B shares into a single class of shares.

The authorised capital amounts to USD 8,384,500,000.

The movements on the "Subscribed Capital" item during the year are as follows:

	2015 USD	Number of ordinary shares	Number of class A shares	Number of class B shares	Total number of shares
Subscribed Capital - Opening Balance	8 384 500 000	-	51 512 722	32 332 278	83 845 000
Subscriptions for the year	-	83 845 000	-	-	83 845 000
Redemptions for the year	-	-	(51 512 722)	(32 332 278)	(83 845 000)
Subscribed Capital - Closing Balance	8 384 500 000	83 845 000	-	-	83 845 000

Note 5. SHARE PREMIUMS AND SIMILAR PREMIUMS

The movements on the "Share Premium and Similar Premiums" account during the year are as follows:

	Share premium 2015 USD	Other premiums 2015 USD
Share Premium and Similar Premiums - Opening Balance	43 234 925	-
Movements for the year	-	-
Share Premium and Similar Premiums - Closing Balance	43 234 925	-

Note 6. LEGAL RESERVE

Luxembourg companies are required to appropriate to a legal reserve a minimum of 5% of the annual net income, after deducting any losses brought forward, until this reserve equals 10% of the subscribed capital. The legal reserve may not be distributed in the form of cash dividends, or otherwise, during the life of the Company. The appropriation to the legal reserve is affected after approval at the general meeting of shareholders.

An appropriation of USD 27,791,128 will be made in respect of the year ended December 31st, 2015.

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RECKITT BENCKISER INVESTMENTS (No.5) S.à R.L.

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Notes to the Balance Sheet as at December 31st, 2015 - Continued

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Note 7. MOVEMENTS FOR THE YEAR ON THE RESERVES AND PROFIT AND LOSS ACCOUNT

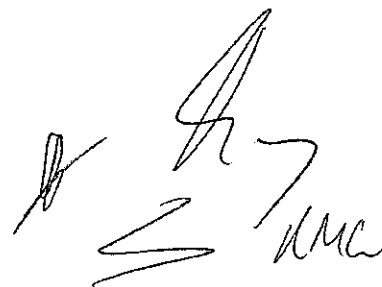
	Legal reserve	Other reserves	Profit / (loss) brought forward	Profit / (loss) for the financial year
	USD	USD	USD	USD
As at the beginning of the year	107 200 593	450 839	2 036 360 426	355 148 996
Movement of the year				
Allocation of the prior year's profit / (loss)	17 757 450	-	337 391 546	(355 148 996)
Dividend	-	-	-	-
Profit or loss for the year	-	-	-	555 822 555
Other movements	-	-	-	-
As at the end of the year	124 958 043	450 839	2 373 751 972	555 822 555

Note 8. OFF BALANCE SHEET COMMITMENTS

The company does not have any off balance sheet commitments

Note 9. SUBSEQUENT EVENTS

There are no significant subsequent events



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